

RECORDATION NO. 5760-14  
APR 11 1998 10:25 AM

ALVORD AND ALVORD  
ATTORNEYS AT LAW  
918 SIXTEENTH STREET, N.W.  
SUITE 200  
WASHINGTON, D.C.

ELIAS C. ALVORD (1942)  
ELLSWORTH C. ALVORD (1964)

20006-2973

OF COUNSEL  
URBAN A. LESTER

(202) 393-2266

FAX (202) 393-2156

April 10, 1998

Mr. Vernon A. Williams  
Secretary  
Surface Transportation Board  
Washington, D.C. 20423

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a), are five (5) copies of a Statement of New Reporting Marks, dated as of April 9, 1998, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Security Agreements, Equipment Leases and other documents associated therewith which were previously filed with the Commission/Board under Recordation Number 5760.

The name and address of the party to the enclosed document are:

Borrower/Lessee: Consolidated Rail Corporation  
2001 Market Street  
Philadelphia, Pennsylvania 19101

A description of the railroad equipment and documents covered by the enclosed statement is set forth on the schedules attached thereto.

*County Parts - 5760*

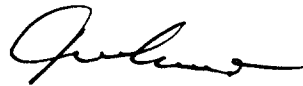
APR 10 10 25 AM '98  
SURFACE TRANSPORTATION BOARD

Vernon A. Williams  
April 10, 1998  
Page 2

Also enclosed is a check in the amount of \$26.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return four (4) stamped copies of the enclosed document to the undersigned.

Very truly yours,

A handwritten signature in cursive script, appearing to read 'Alvord', written in dark ink.

Robert W. Alvord

RWA/bg  
Enclosures

# **SURFACE TRANSPORTATION BOARD**

WASHINGTON, DC., 20423-0001

## **OFFICE OF THE SECRETARY**

Robert W. Alvord

Alvord and Alvord

918 Sixteenth Street, NW., Ste. 200

Washington, DC., 20006-2973

DATE: 4/10/98

Dear Sir:

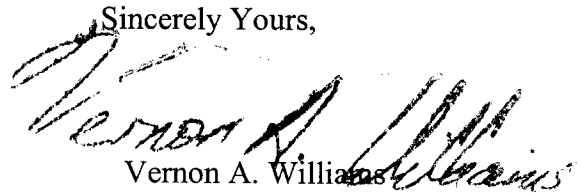
The enclosed document(s) was recorded pursuant to the provisions of 49 U.S.C

11301 and 49 CFR 1177.3 (c), on 4/10/98

at 10:25 AM

20321-A  
assigned recordation numbers (s). ~~20321-A~~ 5403-D, 5510-I, 5565-G, 5685-H, 5760-H, 8397-C, 9299-D, 9751-A, 12014-F, 14479-B, 14635-C, 16732-A, 16733-A, 16734-A, 16911-D, 17359-C, 17490-E, 17509-A, 17669-A, 17670-A, 17943-E, 18414-G, 19113-B, 19325-A, 19326-A, 19489-B, 19871-I, 20204-A, 20403-Q, 20930-A, 20940-A, 20959-A, and 21194-A.

Sincerely Yours,



Vernon A. Williams

Secretary

Enclosure(s)

884.00

\$-----The amount indicated at the left has been received in payment of a fee in connection with a document filed on the date shown. This receipt is issued for the amount paid. In the event of an error or any questions concerning this fee you will receive a notification after the Surface Transportation Board has had an opportunity to examine your document.

RECORDATION NO.

5760-H

FILED

APR 10 '98

10-25 AM

STATEMENT OF NEW REPORTING MARKS dated as  
of April 9, 1998, by CONSOLIDATED RAIL CORPORATION, a  
Pennsylvania corporation (hereinafter called "Conrail"),

Conrail is party to that certain agreement specified in Item 1 of Schedule A hereto (hereinafter called the "Lease"), with the party specified in Item 2 of Schedule A hereto (hereinafter called the "Lessor"), covering the units of railroad equipment specified in Schedule B hereto (hereinafter called the, subject Equipment) and certain other units of railroad equipment.

Evidence of the Lease has been recorded with the Surface Transportation Board or the Interstate Commerce Commission on the date specified in Item 3 of Schedule A hereto, and assigned the recordation number specified in Item 4 of Schedule A hereto.

Certain obligations of Conrail under the Lease and the subject Equipment have been assigned and granted as security by the Lessor, pursuant to that certain agreement(s) specified in Item 5 of Schedule A hereto (hereinafter called the "Security Agreement(s)"), with the party specified in Item 6 of Schedule A hereto (hereinafter called the "Secured Party").

Evidence of the Security Agreement(s) has been recorded with the Surface Transportation Board or the Interstate Commerce Commission on the date specified in Item 7 of Schedule A hereto, and assigned the recordation number specified in Item 8 of Schedule A hereto.

Conrail contemplates changing the reporting marks of the Subject Equipment from "CR" to "NYC", both of which marks are assigned to Conrail by the Association of American Railroads.

Conrail is executing this statement of new reporting marks and recording the same with the Surface Transportation Board pursuant to section 11301 of Title 49 of the United States Code to show for the public record both such reporting marks, and to preserve the protection of the rights afforded to the Lessor and the Secured Party in the Subject Equipment by said section 11301, when, if, as and whether such reporting marks are changed.

CONSOLIDATED RAIL CORPORATION

by Thomas J. McHadden

SCHEDULE A

Item 1, Lease:

dated as of June 1, 1970

Item 2, Lessor:

CIT Corporation, 1211 Avenue of the Americas, New York, NY 10036

Item 3, date of recordation of lease:

June 23, 1970

Item 4, recordation number of lease:

5760

Item 5, Security Agreements:

dated as of June 1, 1970

Item 6, Secured Party:

The First Pennsylvania Banking and Trust Company, 15th and Chestnut Streets,  
Philadelphia, PA 19101

Item 7, date of recordation of Security Agreements:

June 23, 1970

Item 8, recordation number of Security Agreements:

5760

Schedule B

**Original Reporting  
Marks and Identifying  
Numbers**

**New Reporting  
Marks and Identifying  
Numbers**

**Original Reporting  
Marks and Identifying  
Numbers**

**New Reporting  
Marks and Identifying  
Numbers**

CR 602011  
CR 622036  
CR 623074  
CR 623075  
CR 623081  
CR 623086  
CR 623100  
CR 623103  
CR 623110  
CR 623116  
CR 623118  
CR 623119  
CR 623125  
CR 623126  
CR 623129  
CR 623132  
CR 623135  
CR 623142  
CR 623143  
CR 623147  
CR 884407  
CR 884412  
CR 884423  
CR 884433  
CR 884447  
CR 884452  
CR 884454  
CR 884458  
CR 884462  
CR 884477  
CR 884485

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RDG 078732  
**RDG 078734**

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NYC 078732  
NYC 078734

COMMONWEALTH OF PENNSYLVANIA )

COUNTY OF PHILADELPHIA )

SS.:

On this 9<sup>th</sup> day of April 1998, before me personally appeared Thomas J. McFadden, to me personally known, who, by me being duly sworn, says that he is Treasurer of CONSOLIDATED RAIL CORPORATION, and that the foregoing instrument was signed on behalf of said corporation by authority of its board of directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

*Elizabeth C. Gallagher*  
Notary Public

My commission expires:

NOTARIAL SEAL  
ELIZABETH C. GALLACHER, Notary Public  
City of Philadelphia, Phila. County  
My Commission Expires May 31, 1999